

**New York Branch**

1345 Avenue of the Americas, 44th Floor  
New York, N.Y. 10105  
Tel. (212) 728-1500

**IRREVOCABLE STANDBY LETTER OF CREDIT**

IRREVOCABLE STANDBY LETTER OF CREDIT NUMBER: **Not Responsive**

ISSUANCE DATE: OCTOBER 24<sup>TH</sup>, 2016

MAXIMUM AMOUNT: FORTY-ONE MILLION TWO HUNDRED FIFTY THOUSAND DOLLARS (\$41,250,000.00).

APPLICANT:  
OCCIDENTAL CHEMICAL CORPORATION  
MIKE ANDERSON, VICE PRESIDENT  
5 GREENWAY PLAZA, SUITE 110  
HOUSTON, TX 77046  
(713) 350-4925 PHONE  
(859) 396-3767 MOBILE  
MIKE\_ANDERSON@OXY.COM

BENEFICIARY:  
WALTER MUGDAN, DIRECTOR  
EMERGENCY REMEDIAL RESPONSE DIVISION  
U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2  
290 BROADWAY, 19<sup>TH</sup> FLOOR  
NEW YORK, NY 10007-1866  
(212) 637-4390 PHONE  
(212) 637-4439 FACSIMILE  
MUGDAN.WALTER@EPA.GOV

AND TO:  
ALICE YEH, PROJECT COORDINATOR  
EMERGENCY AND REMEDIAL RESPONSE DIVISION  
U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2  
290 BROADWAY  
NEW YORK, NY 10007  
(212) 637-4427 PHONE  
YEH.ALICE@EPA.GOV

JUAN M. FAJARDO, ASSISTANT REGIONAL COUNSEL  
OFFICE OF REGIONAL COUNSEL  
U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2  
290 BROADWAY, 17<sup>TH</sup> FLOOR  
NEW YORK, NY 10007  
(212) 637-3132 PHONE

U.S. ENVIRONMENTAL PROTECTION AGENCY  
CINCINNATI FINANCE OFFICE  
26 MARTIN LUTHER KING DRIVE  
CINCINNATI, OH 45268  
ATTN: FINANCE (ELIZABETH MCGUFFEY)



(513) 487-2081 PHONE  
(513) 487-2545 FACSIMILE  
CINWD\_ACCTSRECEIVABLE@EPA.GOV  
MCGUFFEY.ELIZABETH@EPA.GOV

DEAR SIR OR MADAM:

WE HEREBY ESTABLISH OUR IRREVOCABLE STANDBY LETTER OF CREDIT NO. **Not Responsive** IN YOUR FAVOR, AT THE REQUEST AND FOR THE ACCOUNT OF OCCIDENTAL CHEMICAL CORPORATION (THE "APPLICANT"), IN THE MAXIMUM AMOUNT OF FORTY-ONE MILLION TWO HUNDRED FIFTY THOUSAND DOLLARS (\$41,250,000.00) (THE "MAXIMUM AMOUNT"), HOWEVER, LESSER SUMS WHOSE TOTAL DOES NOT EXCEED THE MAXIMUM AMOUNT MAY BE REQUESTED PERIODICALLY. WE HEREBY AUTHORIZE YOU, THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY (THE "BENEFICIARY"), TO DRAW AT SIGHT ON US, BANCO BILBAO VIZCAYA ARGENTARIA S.A., NEW YORK BRANCH AN AGGREGATE AMOUNT WHOSE TOTAL DOES NOT EXCEED THE MAXIMUM AMOUNT BY PERIODIC REQUESTS UPON PRESENTATION PRIOR TO THE EXPIRATION DATE OF:

- (1) YOUR SIGHT DRAFT, BEARING REFERENCE TO THIS LETTER OF CREDIT NO. **Not Responsive** (WHICH [MAY], WITHOUT LIMITATION, BE PRESENTED IN THE FORM ATTACHED HERETO AS EXHIBIT A); AND
- (2) YOUR SIGNED STATEMENT READING AS FOLLOWS: "I CERTIFY THAT THE AMOUNT OF THE DRAFT IS PAYABLE PURSUANT TO THAT CERTAIN "ADMINISTRATIVE SETTLEMENT AGREEMENT AND ORDER ON CONSENT FOR REMEDIAL DESIGN," DATED SEPTEMBER 30, 2016, U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2, CERCLA DOCKET NO. 02-2016-2021, BETWEEN THE UNITED STATES AND OCCIDENTAL CHEMICAL CORPORATION, ENTERED INTO BY THE PARTIES THERETO IN ACCORDANCE WITH THE AUTHORITY OF THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION, AND LIABILITY ACT, 42 U.S.C. §§ 9601-9675, RELATING TO THE DIAMOND ALKALI SUPERFUND SITE, LOWER PASSAIC RIVER STUDY AREA, OPERABLE UNIT 2."

THIS LETTER OF CREDIT IS EFFECTIVE AS OF OCTOBER 24<sup>TH</sup>, 2016 AND SHALL EXPIRE ON OCTOBER 28, 2017, BUT SUCH EXPIRATION DATE SHALL BE AUTOMATICALLY EXTENDED FOR A PERIOD OF ONE YEAR ON OCTOBER 28, 2017, AND ON EACH SUCCESSIVE EXPIRATION DATE, UNLESS, AT LEAST 120 DAYS BEFORE THE CURRENT EXPIRATION DATE, WE NOTIFY BOTH YOU AND THE APPLICANT BY CERTIFIED MAIL THAT WE HAVE DECIDED NOT TO EXTEND THIS LETTER OF CREDIT BEYOND THE CURRENT EXPIRATION DATE. IN THE EVENT YOU ARE SO NOTIFIED, ANY UNUSED PORTION OF THE CREDIT SHALL IMMEDIATELY THEREUPON BE AVAILABLE TO YOU UPON PRESENTATION OF YOUR SIGHT DRAFT FOR A PERIOD OF AT LEAST 120 DAYS AFTER THE DATE OF RECEIPT BY BOTH YOU AND THE APPLICANT OF SUCH NOTIFICATION, AS SHOWN ON SIGNED RETURN RECEIPTS.

ALL NOTIFICATIONS, REQUESTS, AND DEMANDS REQUIRED OR PERMITTED HEREUNDER SHALL BE GIVEN IN WRITING, IDENTIFY THE SITE, AND PROVIDE A CONTACT PERSON (AND CONTACT INFORMATION).



MULTIPLE AND PARTIAL DRAWS ON THIS LETTER OF CREDIT ARE EXPRESSLY PERMITTED, UP TO AN AGGREGATE AMOUNT NOT TO EXCEED THE MAXIMUM AMOUNT. WHENEVER THIS LETTER OF CREDIT IS DRAWN ON, UNDER, AND IN COMPLIANCE WITH THE TERMS HEREOF, WE SHALL DULY HONOR SUCH DRAFT UPON PRESENTATION TO US, AND WE SHALL DEPOSIT THE AMOUNT OF THE DRAFT IN IMMEDIATELY AVAILABLE FUNDS DIRECTLY INTO SUCH ACCOUNT OR ACCOUNTS AS MAY BE SPECIFIED IN ACCORDANCE WITH YOUR INSTRUCTIONS.

ALL BANKING AND OTHER CHARGES UNDER THIS LETTER OF CREDIT ARE FOR THE ACCOUNT OF THE APPLICANT.

THIS LETTER OF CREDIT IS SUBJECT TO THE INTERNATIONAL STANDBY PRACTICES 1998, INTERNATIONAL CHAMBER OF COMMERCE PUBLICATION NO. 590 (THE "ISP"), AND AS TO MATTERS NOT ADDRESSED BY THE ISP, SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK (WITHOUT GIVING EFFECT TO CONFLICTS OF LAWS PRINCIPLES THAT WOULD RESULT IN THE APPLICATION OF THE LAWS OF A DIFFERENT JURISDICTION).

VERY TRULY YOURS,

DATE:

10/24/16

BY [SIGNATURE]:

PRINTED NAME:

NURYS MALEKI

TITLE:

DIRECTOR

ADDRESS:

1345 AVENUE OF THE AMERICAS-44<sup>TH</sup> FL  
NEW YORK, NY 10105

CONTACT INFORMATION:

Tel # 212-7281732

LUIS RUIGOMEZ  
EXECUTIVE DIRECTOR



**EXHIBIT A - FORM OF SIGHT DRAFT  
[EPA LETTERHEAD]**

**SIGHT DRAFT**

TO: BANCO BILBAO VIZCAYA ARGENTARIA S.A., NEW YORK BRANCH  
ATTN: NURYS MALEKI

1345 AVENUE OF THE AMERICAS, 44TH FLOOR, NEW YORK, NY  
10105

RE: LETTER OF CREDIT NO. **Not Responsive**

DATE: [INSERT DATE ON WHICH DRAW IS MADE]

TIME: [INSERT TIME OF DAY AT WHICH DRAW IS MADE]

THIS DRAFT IS DRAWN UNDER YOUR IRREVOCABLE STANDBY LETTER OF CREDIT NO. **Not Responsive** I CERTIFY THAT THE AMOUNT OF THE DRAFT IS PAYABLE PURSUANT TO THAT CERTAIN "ADMINISTRATIVE SETTLEMENT AGREEMENT AND ORDER ON CONSENT FOR REMEDIAL DESIGN," DATED SEPTEMBER 30, 2016, U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2, CERCLA DOCKET NO. 02-2016-2021, BETWEEN THE UNITED STATES AND OCCIDENTAL CHEMICAL CORPORATION, ENTERED INTO BY THE PARTIES THERETO IN ACCORDANCE WITH THE AUTHORITY OF THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION, AND LIABILITY ACT, 42 U.S.C. §§ 9601-9675, RELATING TO THE DIAMOND ALKALI SUPERFUND SITE, LOWER PASSAIC RIVER STUDY AREA, OPERABLE UNIT 2. PAY TO THE ORDER OF THE UNITED STATES ENVIRONMENTAL PROTECTION AGENCY, IN IMMEDIATELY AVAILABLE FUNDS, THE AMOUNT OF \_\_\_\_\_ DOLLARS (\$\_\_\_\_\_) OR, IF NO AMOUNT CERTAIN IS SPECIFIED, THE TOTAL BALANCE REMAINING AVAILABLE UNDER SUCH IRREVOCABLE STANDBY LETTER OF CREDIT.

PAY SUCH AMOUNT AS IS SPECIFIED IN THE IMMEDIATELY PRECEDING PARAGRAPH BY "FEDWIRE EFT, REFERENCING SITE/SPILL ID NUMBER 02-96 AND DOCKET NO.: CERCLA 02-2016-2021. THE FEDWIRE EFT PAYMENT MUST BE SENT AS FOLLOWS:

FEDERAL RESERVE BANK OF NEW YORK  
ABA = 021030004  
ACCOUNT = 68010727  
SWIFT ADDRESS = FRNYUS33  
33 LIBERTY STREET  
NEW YORK NY 10045  
FIELD TAG 4200 OF THE FEDWIRE MESSAGE SHOULD READ (D 68010727  
ENVIRONMENTAL PROTECTION AGENCY)

THE TOTAL AMOUNT PAID SHALL BE DEPOSITED BY EPA IN THE DIAMOND



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ALKALI SUPERFUND SITE, LOWER PASSAIC RIVER STUDY AREA, OPERABLE  
UNIT 2 SPECIAL ACCOUNT TO BE RETAINED AND USED TO CONDUCT OR  
FINANCE RESPONSE ACTIONS AT OR IN CONNECTION WITH THE SITE, OR TO BE  
TRANSFERRED BY EPA TO THE EPA HAZARDOUS SUBSTANCE SUPERFUND.

I HAVE ATTACHED HERETO AS EXHIBIT "1" A COPY OF THE WORK TAKEOVER  
NOTICE, AS DEFINED IN PARAGRAPH 92, IN THE "ADMINISTRATIVE SETTLEMENT  
AGREEMENT AND ORDER ON CONSENT FOR REMEDIAL DESIGN," DATED  
SEPTEMBER 30, 2016, U.S. ENVIRONMENTAL PROTECTION AGENCY, REGION 2,  
CERLCA DOCKET NO. 02-2016-2021, ALONG WITH PROOF OF DELIVERY AND  
CERTIFY THAT TEN (10) DAYS HAVE EXPIRED FROM THE DELIVERY DATE TO  
THE OCCIDENTAL CHEMICAL CORPORATION AND THERE HAS BEEN NO REMEDY  
OF THE CIRCUMSTANCES GIVING RISE TO THE ISSUANCE OF THE WORK  
TAKEOVER NOTICE.

THIS SIGHT DRAFT HAS BEEN DULY EXECUTED BY THE UNDERSIGNED, AN  
AUTHORIZED REPRESENTATIVE OR AGENT OF THE UNITED STATES  
ENVIRONMENTAL PROTECTION AGENCY, WHOSE SIGNATURE HEREUPON  
CONSTITUTES AN ENDORSEMENT.

BY [SIGNATURE]: \_\_\_\_\_  
PRINTED NAME: \_\_\_\_\_  
TITLE: \_\_\_\_\_  
ADDRESS: \_\_\_\_\_  
CONTACT INFORMATION: \_\_\_\_\_

ORIGIN ID: QNYA (212) 728-1623  
 ALBERTO SAURAS  
 BBVA BRANCH  
 1345 AVENUE OF THE AMERICAS  
 44TH FLOOR  
 NEW YORK, NY 10105  
 UNITED STATES US

SHIP DATE: 24OCT16  
 ACTWGT: 1.00 LB  
 CAD: 969850/NET3790

BILL SENDER

TO **WALTER MUGDAN, DIRECTOR**

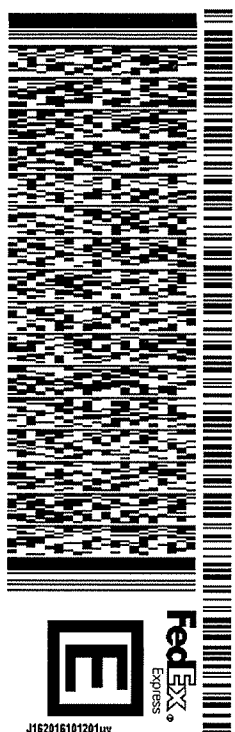
**EMERGENCY REMEDIAL RESPONSE DIVISIO**  
**U.S. ENVIRONMENTAL PROTECTION AGENC**

**290 BROADWAY, 19TH FLOOR**

**NEW YORK NY 10007**

REF: 16NVS00836  
 (212) 637-4390  
 INV: DEPT:

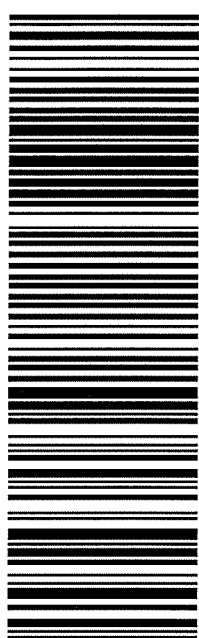
544J3/FB42/14E8



TRK# 7775 4363 9345  
 0201  
 TUE - 25 OCT 10:30A  
 PRIORITY OVERNIGHT

**E3 PCTA**

10007  
 NY-US EWR



**After printing this label:**

1. Use the 'Print' button on this page to print your label to your laser or inkjet printer.
2. Fold the printed page along the horizontal line.
3. Place label in shipping pouch and affix it to your shipment so that the barcode portion of the label can be read and scanned.

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